# Securities and Exchange Commission

Washington, D.C. 20549

## Schedule 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to § 240.13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No. )\*

# **Grab Holdings Limited**

(Name of Issuer)

Class A Ordinary Shares (Title of Class of Securities)

> G4124C109 (CUSIP Number)

**December 2, 2021** (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

⊠ Rule 13d-1(c)

□ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. G4124C109 Schedule 13G Page 1 of 10 Names of Reporting Persons 1 SB Investment Advisers (UK) Limited 2 Check the Appropriate Box if a Member of a Group (a) 🗆 (b) 🗆 SEC Use Only 3 Citizenship or Place of Organization 4 England and Wales Sole Voting Power 5 0 Number of 6 Shared Voting Power Shares Beneficially 699,175,218 Owned by Each Sole Dispositive Power 7 Reporting Person 0 With 8 Shared Dispositive Power 699,175,218 Aggregate Amount Beneficially Owned by Each Reporting Person 9 699,175,218 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares Not Applicable Percent of Class Represented by Amount in Row 9 11 19.3% 12 Type of Reporting Person CO

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1	Names	of R	eporting Persons	
	SVF G	P (Je	rsey) Limited	
2	Check	the A	ppropriate Box if a Member of a Group	
	(a) 🗆	(	b) 🗆	
2	SEC U		.1	
3	SEC U	se O	пу	
4	Citizen	ship	or Place of Organization	
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	Jeisey	5	Sole Voting Power	
N			0	
	mber of Shares	6	Shared Voting Power	
Ber	neficially			
	wned by		699,175,218	
	Each porting	7	Sole Dispositive Power	
	Person		0	
	With	8	Shared Dispositive Power	
			699,175,218	
9	Aggreg	ate A	Amount Beneficially Owned by Each Reporting Person	
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	699,17			
10	Check	if the	Aggregate Amount in Row (9) Excludes Certain Shares	
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11	Not Ap Percent		Class Represented by Amount in Row 9	
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	19.3%			
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	CO			

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1	1 Names of Reporting Persons		eporting Persons			
	SoftBa	ık V	ision Fund LP			
2						
	(a) 🗆	(	(b) 🗆			
3	SEC U	se O	NLY			
4	Citizen	ship	or Place of Organization			
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	Jersey	5	Sole Voting Power			
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	neficially wned by		699,175,218			
	Each	7	Sole Dispositive Power			
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	With	8	Shared Dispositive Power			
			699,175,218			
9	Aggreg	ate A	Amount Beneficially Owned by Each Reporting Person			
	699,175	5 2 1 9	8			
10			e Aggregate Amount in Row (9) Excludes Certain Shares			
11	Not Ap		able Class Represented by Amount in Row 9			
11	rereem	01 0	Sass Represented by Aniount in Row 5			
	19.3%					
12	Type of	Rep	porting Person			
	PN					
L	1					

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1	Names	of R	eporting Persons				
	SVF H	oldir	ıgs (UK) LLP				
2	Check the Appropriate Box if a Member of a Group						
	(a) 🗆	(	b) 🗆				
3	SEC Us	se O	nly				
4	Citizen	ship	or Place of Organization				
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Ni	umber of		0				
9	Shares	6	Shared Voting Power				
	neficially wned by		699,175,218				
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1	Person		0				
	With	8	Shared Dispositive Power				
			699,175,218				
9	Aggreg	ate A	Amount Beneficially Owned by Each Reporting Person				
	699,175	5,218	3				
10			Aggregate Amount in Row (9) Excludes Certain Shares				
	Not Ap	plica	ble				
11		Percent of Class Represented by Amount in Row 9					
	19.3%						
12		Rep	porting Person				
PN							
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1	Names	of R	Leporting Persons			
	SVF In	vesti	ments (UK) Limited			
2	Check the Appropriate Box if a Member of a Group					
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3	SEC U	se O	nly			
4	Citizen	ship	or Place of Organization			
	Englan	d and	d Wales			
		5	Sole Voting Power			
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5	Shares	6	Shared Voting Power			
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	With	8	Shared Dispositive Power			
			699,175,218			
9	Aggreg	ate A	Amount Beneficially Owned by Each Reporting Person			
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10	Check i	f the	e Aggregate Amount in Row (9) Excludes Certain Shares			
	Not Ap	plica	ıble			
11	Percent	of C	Class Represented by Amount in Row 9			
	19.3%					
12	Type of	Rep	porting Person			
	CO					

## ITEM 1. (a) Name of Issuer:

Grab Holdings Limited (the "Issuer").

#### (b) Address of Issuer's Principal Executive Offices:

28 Sin Ming Lane, #01-143, Midview City, Singapore 573972.

## ITEM 2. (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

SB Investment Advisers (UK) Limited ("SBIA UK") SVF GP (Jersey) Limited SoftBank Vision Fund LP SVF Holdings (UK) LLP SVF Investments (UK) Limited

## (b) Address or Principal Business Office:

The principal business address for each of SBIA UK, SVF Holdings (UK) LLP and SVF Investments (UK) Limited is 69 Grosvenor Street, London W1K 3JP, United Kingdom. The principal business address for each of SVF GP (Jersey) Limited and SoftBank Vision Fund LP is Aztec Group House 11-15 Seaton Place, St. Helier, Jersey, JE4 0QH.

#### (c) Citizenship of each Reporting Person is:

SBIA UK, SVF Holdings (UK) LLP and SVF Investments (UK) Limited are organized under the laws of England and Wales. SVF GP (Jersey) Limited and SoftBank Vision Fund LP are organized under the laws of Jersey.

#### (d) Title of Class of Securities:

Class A ordinary shares, par value \$0.000001 per share ("Ordinary Shares").

## (e) CUSIP Number:

G4124C109

## ITEM 3.

Not applicable.

## ITEM 4. Ownership.

(a-c)

The ownership information presented below represents beneficial ownership of Ordinary Shares of the Issuer based upon 3,618,207,772 Ordinary Shares outstanding as of December 6, 2021.

Reporting Person	Amount beneficially owned	Percent of class:	Sole power to vote or to direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
SB Investment Advisers (UK) Limited	699,175,218	19.3%	0	699,175,218	0	699,175,218
SVF GP (Jersey) Limited	699,175,218	19.3%	0	699,175,218	0	699,175,218
SoftBank Vision Fund LP	699,175,218	19.3%	0	699,175,218	0	699,175,218
SVF Holdings (UK) LLP	699,175,218	19.3%	0	699,175,218	0	699,175,218
SVF Investments (UK) Limited	699,175,218	19.3%	0	699,175,218	0	699,175,218

SVF Investments (UK) Limited is the record holder of 699,175,218 Ordinary Shares.

SVF GP (Jersey) Limited is the general partner of Softbank Vision Fund LP, which is the managing member of SVF Holdings (UK) LLP, which is the sole owner of SVF Investments (UK) Limited. SBIA UK has been appointed by SVF GP (Jersey) Limited as the alternative investment fund manager ("AIFM") of SoftBank Vision Fund LP. As AIFM, SBIA UK is authorized and regulated by the UK Financial Conduct Authority and is exclusively responsible for making all decisions related to the acquisition, structuring, financing and disposal of SoftBank Vision Fund LP's investments.

#### ITEM 5. Ownership of Five Percent or Less of a Class.

Not applicable.

## ITEM 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not applicable.

ITEM 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

ITEM 8. Identification and Classification of Members of the Group.

Not applicable.

## Schedule 13G

## ITEM 9. Notice of Dissolution of Group.

Not applicable.

## ITEM 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

## SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**Date**: December 13, 2021

## SB Investment Advisers (UK) Limited

By:	/s/ Spencer Collins
Name:	Spencer Collins
Title:	General Counsel

## SVF GP (Jersey) Limited

By: /s/ Simon King Name: Simon King Title: Director

#### SoftBank Vision Fund LP

By: SB Investment Advisers (UK) Limited, its Manager

By: /s/ Spencer Collins

Name: Spencer Collins Title: General Counsel

## SVF Holdings (UK) LLP

By: SB Investment Advisers (UK) Limited, its Manager

By: /s/ Spencer Collins
Name: Spencer Collins

Title: General Counsel

## SVF Investments (UK) Limited

By: SB Investment Advisers (UK) Limited, its Manager

By: /s/ Spencer Collins

Name: Spencer Collins Title: General Counsel Schedule 13G

## LIST OF EXHIBITS

<u>Exhibit No.</u> 99 <u>Description</u> Joint Filing Agreement.

## JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree that they are jointly filing this statement on Schedule 13G. Each of them is responsible for the timely filing of such statement and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of the 13th day of December, 2021.

## SB Investment Advisers (UK) Limited

By:	/s/ Spencer Collins
Name:	Spencer Collins
Title:	General Counsel

## SVF GP (Jersey) Limited

By:	/s/ Simon King
Name:	Simon King
Title:	Director

#### SoftBank Vision Fund LP

By: SB Investment Advisers (UK) Limited, its Manager

By: /s/ Spencer Collins Name: Spencer Collins Title: General Counsel

## SVF Holdings (UK) LLP

By: SB Investment Advisers (UK) Limited, its Manager

By: /s/ Spencer Collins

Name: Spencer Collins Title: General Counsel

#### SVF Investments (UK) Limited

By: SB Investment Advisers (UK) Limited, its Manager

By: <u>/s/ Spencer Collins</u>

Name: Spencer Collins Title: General Counsel