
**UNITED STATES
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. 2)*

Grab Holdings Limited
(Name of Issuer)

Class A Ordinary Shares
(Title of Class of Securities)

G4124C109
(CUSIP Number)

December 31, 2023
(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).

1Names of Reporting Persons

SB Investment Advisers (UK) Limited

2Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3SEC Use Only

4Citizenship or Place of Organization

England and Wales

5Sole Voting Power

0

6Shared Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With549,175,218

7Sole Dispositive Power

0

8Shared Dispositive Power

549,175,218

9Aggregate Amount Beneficially Owned by Each Reporting Person

549,175,218

10Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11Percent of Class Represented by Amount in Row 9

14.5%

12Type of Reporting Person

CO

1Names of Reporting Persons

SoftBank Vision Fund L.P.

2Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3SEC Use Only

4Citizenship or Place of Organization

Jersey

5Sole Voting Power

0

6Shared Voting Power

549,175,218

7Sole Dispositive Power

0

8Shared Dispositive Power

549,175,218

9Aggregate Amount Beneficially Owned by Each Reporting Person

549,175,218

10Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11Percent of Class Represented by Amount in Row 9

14.5%

12Type of Reporting Person

PN

1Names of Reporting Persons

SVF Holdings (UK) LLP

2Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3SEC Use Only

4Citizenship or Place of Organization

England and Wales

5Sole Voting Power

0

6Shared Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With549,175,218

7Sole Dispositive Power

0

8Shared Dispositive Power

549,175,218

9Aggregate Amount Beneficially Owned by Each Reporting Person

549,175,218

10Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11Percent of Class Represented by Amount in Row 9

14.5%

12Type of Reporting Person

PN

1Names of Reporting Persons

SVF Investments (UK) Limited

2Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3SEC Use Only

4Citizenship or Place of Organization

England and Wales

5Sole Voting Power

0

6Shared Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With549,175,218

7Sole Dispositive Power

0

8Shared Dispositive Power

549,175,218

9Aggregate Amount Beneficially Owned by Each Reporting Person

549,175,218

10Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11Percent of Class Represented by Amount in Row 9

14.5%

12Type of Reporting Person

CO

ITEM 1. (a) Name of Issuer:

Grab Holdings Limited (the “Issuer”).

(b) Address of Issuer’s Principal Executive Offices:

3 Media Close, #01-03/06, Singapore 138498.

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”)
SoftBank Vision Fund L.P.
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 SoftBank Vision Fund L.P. is Aztec Group House, IFC 6, The Esplanade, 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. SoftBank Vision Fund L.P. is 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 3,800,000,000 Ordinary Shares outstanding as of September 30, 2023, as disclosed in the Issuer's Current Report on Form 6-K filed with the Securities and Exchange Commission on November 9, 2023.

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	549,175,218	14.5%	0	549,175,218	0	549,175,218
SoftBank Vision Fund L.P.	549,175,218	14.5%	0	549,175,218	0	549,175,218
SVF Holdings (UK) LLP	549,175,218	14.5%	0	549,175,218	0	549,175,218
SVF Investments (UK) Limited	549,175,218	14.5%	0	549,175,218	0	549,175,218

SVF Investments (UK) Limited is the record holder of the securities reported herein.

SBIA UK has been appointed as the alternative investment fund manager ("AIFM") of SoftBank Vision Fund L.P. 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 L.P.'s investments. SoftBank Vision Fund L.P. is the managing member of SVF Holdings (UK) LLP, which is the sole owner of SVF Investments (UK) Limited.

The Reporting Persons are no longer deemed to beneficially own the previously reported Ordinary Shares held by ZA Tech Global (Cayman) Limited.

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.

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: February 13, 2024

SB Investment Advisers (UK) Limited

By: /s/ Amanda Sanchez-Barry
Name: Amanda Sanchez-Barry
Title: General Counsel

SoftBank Vision Fund L.P.

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

By: /s/ Amanda Sanchez-Barry
Name: Amanda Sanchez-Barry
Title: General Counsel

SVF Holdings (UK) LLP

By: SoftBank Vision Fund L.P., its Managing Member
By: SB Investment Advisers (UK) Limited, its Manager

By: /s/ Amanda Sanchez-Barry
Name: Amanda Sanchez-Barry
Title: General Counsel

SVF Investments (UK) Limited

By: SVF Holdings (UK) LLP, its Sole Owner
By: SoftBank Vision Fund L.P., its Managing Member
By: SB Investment Advisers (UK) Limited, its Manager

By: /s/ Amanda Sanchez-Barry
Name: Amanda Sanchez-Barry
Title: General Counsel

LIST OF EXHIBITS

Exhibit No.	Description
99	Joint Filing Agreement (previously filed).
