UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: **Edith Ramirez, Chairwoman**
Julie Brill
Maureen K. Ohlhausen
Joshua D. Wright

In the Matter of	)	
	)	
CORELOGIC, INC.,	)	**Docket No. C-**
a corporation.	)	
	)	

COMPLAINT

Pursuant to the Clayton Act and the Federal Trade Commission Act, and its authority thereunder, the Federal Trade Commission ("Commission"), having reason to believe that Respondent CoreLogic, Inc. ("CoreLogic") has agreed to acquire certain assets and interests of TPG VI Ontario 1 AIV L.P. ("TPG"), including its DataQuick Information Systems, Inc. ("DataQuick") national real property public record bulk data business, in violation of Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45, and which, if consummated, would violate Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45, and it appearing to the Commission that a proceeding in respect thereof would be in the public interest, hereby issues its Complaint, stating its charges as follows:

I. THE RESPONDENT

1.   Respondent CoreLogic is a publicly-traded corporation organized, existing, and doing business under and by virtue of the laws of the State of Delaware, with its office and principal place of business located at 40 Pacifica, Irvine, California, 92618-7471.

2.   Respondent is engaged in, among other things, the licensing of national assessor and recorder bulk data in the United States.

3.   Respondent is, and at all times relevant herein has been, engaged in commerce, as "commerce" is defined in Section 1 of the Clayton Act as amended, 15 U.S.C. § 12, and is a corporation whose business is in or affects commerce, as "commerce" is defined in Section 4 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 44.

II. THE PROPOSED ACQUISITION

4.   Pursuant to a Purchase and Sale Agreement ("Agreement") dated June 30, 2013, Respondent CoreLogic proposes to acquire certain assets and other interests, including DataQuick, from TPG for $661 million (the "Acquisition").

III. THE RELEVANT MARKET

5.   For the purposes of this Complaint, the relevant line of commerce in which to analyze the effects of the Acquisition is the market for national assessor and recorder bulk data. National assessor and recorder bulk data consist of aggregated current and historical assessor and recorder data in bulk format for the vast majority of properties across the United States.   National assessor and recorder bulk data providers offer data for all properties in covered jurisdictions in a standardized form.

6.   For the purposes of this Complaint, the relevant geographic market in which to assess the competitive effects of the Acquisition is the world.   The relevant product is provided through electronic file transfer technology and can be supplied from anywhere in the world, notwithstanding the more limited geographic scope of the product itself.

IV. THE STRUCTURE OF THE MARKET

7.   Assessor and recorder data provide information regarding ownership, status, and value of properties.   Assessor data consist of public record information concerning characteristics of individual real property parcels, including, but not limited to, square footage, number of bedrooms and bathrooms, sales information, history, and assessed value.   Assessor data are often referred to as tax assessor or tax roll data.   Recorder data consist of public record information that is abstracted from transactions related to real property, including, but not limited to, deeds, mortgages, liens, assignments, and foreclosures, and contains information, including, but not limited to, the parties to the transaction, transfer tax, and purchase price.   Assessor and recorder data and information are available from local (county or county-equivalent) government offices.

8.   National assessor and recorder bulk data customers integrate the data into proprietary programs and systems for internal analyses or to create value-added products using the data, such as risk and fraud management tools, valuation models, and consumer-oriented property websites.   National assessor and recorder bulk data customers cannot use regional assessor and recorder bulk data to create reliable internal analyses or value-added products. Regional bulk data providers offer data for certain limited geographic areas in the United States. National bulk data customers could not combine the data offered by regional firms to meet their needs because it would not provide the required geographic scope.

9.   The Acquisition would significantly increase concentration in an already highly concentrated market for national assessor and recorder bulk data.   CoreLogic and DataQuick are two of only three competitors that offer national assessor and recorder bulk data.   Black Knight Financial Services, Inc. (formerly Lender Processing Services, Inc.) ("Black Knight") is the other competitor.   DataQuick obtained historical data through a prior acquisition and since 2004 has obtained on-going national assessor and recorder bulk data primarily through a license with CoreLogic.   The license allows DataQuick to re-license the data in bulk and act independently of CoreLogic.   DataQuick aggressively competes head-to-head against CoreLogic and Black Knight to furnish national assessor and recorder bulk data to customers, offering lower prices and less restrictive contract terms than its competitors.

V.   ENTRY CONDITIONS

10.   Entry or expansion into the market for national assessor and recorder bulk data would not occur in a timely, likely, or sufficient manner to deter or negate the anticompetitive effects of the Acquisition.   In order to compete effectively in the market for national assessor and recorder bulk data, a firm must have several years of national historical data and an ability to provide go-forward national data.   Firms currently offering assessor and recorder bulk data on a regional basis would not expand their historical and on-going offerings in a timely manner to provide national assessor and recorder bulk data.   Regional firms could not combine their offerings to provide national assessor and recorder bulk data customers with the necessary geographic scope of data they require, nor is it likely that a firm combining the offerings of all of the regional firms could expand to offer national coverage in a timely enough manner to constrain any exercise of market power.   It would be cost-prohibitive for a potential entrant to collect the necessary on-going and historical data.   Finally, a potential entrant without its own historical data would not be able to enter the market for national assessor and recorder bulk data by obtaining a license from CoreLogic or Black Knight.   Neither CoreLogic nor Black Knight has any incentive to offer such a license to a potential entrant only to create a new competitor.

VI.   EFFECTS OF THE ACQUISITION

11.   The effects of the Acquisition, if consummated, may be to substantially lessen competition and tend to create a monopoly in the relevant market in violation of Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18, and Section 5 of the FTC Act, as amended, 15 U.S.C. § 45, by, among other things:

a.   eliminating actual, direct, and substantial competition between Respondent CoreLogic and DataQuick;

b.   increasing the likelihood and degree of coordinated interaction between or among Respondent CoreLogic and the remaining competitor, Black Knight; and

c.   increasing the likelihood that Respondent CoreLogic unilaterally would exercise market power.

VII. VIOLATIONS CHARGED

12.   The Agreement described in Paragraph 4 constitutes a violation of Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45.

13.   The Acquisition described in Paragraph 4, if consummated, would constitute a violation of Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45.

WHEREFORE, THE PREMISES CONSIDERED, the Federal Trade Commission on this _____ day of _____, 2014, issues its Complaint against Respondent.

By the Commission.

Donald S. Clark
Secretary

SEAL: