

Sheinberg, Samuel I.

From: Sheinberg, Samuel I.
Sent: Monday, December 6, 2021 2:47 PM
To: [REDACTED]
Cc: HSRHelp
Subject: RE: HSR filing question – post-filing update

[REDACTED]
The obligation to submit item 4(c) documents continues until the day the parties file. You don't have to submit the Purchase Agreement because you filed based on a LOI.

Sam

From: HSRHelp <HSRHelp@ftc.gov>
Sent: Monday, December 6, 2021 2:11 PM
To: Walsh, Kathryn E. <kwash@ftc.gov>; Berg, Karen E. <KBERG@ftc.gov>; Musick, Vesselina <vmusick@ftc.gov>; Shaffer, Kristin <kshaffer@ftc.gov>; Sheinberg, Samuel I. <SSHEINBERG@ftc.gov>; Six, Anne <asix@ftc.gov>; Whitehead, Nora <nwhitehead@ftc.gov>
Subject: FW: HSR filing question – post-filing update

From: [REDACTED]
Sent: Monday, December 6, 2021 2:10:28 PM (UTC-05:00) Eastern Time (US & Canada)
To: HSRHelp <HSRHelp@ftc.gov>
Cc: S [REDACTED]
Subject: HSR filing question – post-filing update

Good afternoon,

Our client made an HSR filing based on a letter of intent signed between the parties, and is currently in its waiting period. As the board finalizes its decision and approval to enter into the definitive purchase agreement, a package was prepared for their review that would qualify as an Item 4(c) document. No other aspects of the transaction have changed. What is the UPE's obligation to update the HSR filing after its submission to the FTC to account for (i) this new Item 4(c) document and (ii) the purchase agreement once it is signed?

Thank you for your guidance,
[REDACTED]

[REDACTED]

[REDACTED]



