

Verne, B. Michael

ITEM 5

From: [REDACTED]  
Sent: Thursday, September 07, 2006 5:26 PM  
To: Verne, B. Michael  
Subject: Hypothetical Question

Mr. Verne:

I was wondering if you could help me with a hypothetical question. Company A will be consummating the acquisition of Company B, a non-reportable transaction, in one month. Company A has entered an agreement to acquire Company C in a reportable transaction that will consummate in two months if early termination is granted.

Must Company A adjust its item 5 revenues to reflect the pending acquisition of Company B when it reports the Company C acquisition? Item 5's instructions appear to be phrased in terms of the reporting person as it is at the time of notification and adjusting the revenues for completed transactions, so I would conclude that it would not be necessary.

Thanks for the advice.

[REDACTED]

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It would not be necessary, but it would be helpful if you mentioned the pending acquisition of B in Item 3(a), especially if the acquisition of B would create overlaps with C.

*Bruce*

9/7/06