

[REDACTED]

801.40; (c)(10) of HSR Act

[REDACTED]

July 24, 1992

VIA PANAFAX (202) 326-2050

Premerger Notification Office  
Room 303  
Federal Trade Commission  
Washington, D.C. 20580

Attention: Dick Smith

Dear Mr. Smith:

This is a request pursuant to 16 C.F.R. § 803.30 for an informal interpretation of the Hart-Scott-Rodino Antitrust Improvements Act.

In response to your phone call on July 22, I have modified my July 22 letter to you by adding the sentence in parentheses in the next paragraph. I have also deleted the request that your interpretation be in writing.

I would appreciate it if you would confirm that the following transaction which we discussed over the telephone on July 17, 1992 would require the filing of only one FTC Form C 4 and the payment of only one \$20,000.00 filing fee. [REDACTED]

[REDACTED] owns 100% of the capital stock of [REDACTED]

[REDACTED] our client, [REDACTED] through one or more subsidiaries, will acquire 100% of the capital stock of [REDACTED] from [REDACTED] and, simultaneous with such acquisition, will enter into a 50/50 joint venture agreement with [REDACTED] and such joint venture will acquire all of the capital stock of [REDACTED] (The joint venture will be a partnership solely comprised of (i) [REDACTED] and (ii) either [REDACTED] or one or more of its subsidiaries.) Each of the acquisitions, if considered separately, will meet the criteria of 15 U.S.C. § 18a(a) and will not be exempted by 15 U.S.C. § 18a(c) or 16 C.F.R. Part 802.

