

Sheinberg, Samuel I.

From: HSRHelp
Sent: Thursday, December 14, 2023 4:26 PM
To: Walsh, Kathryn E.; Berg, Karen E.; Shaffer, Kristin; Sheinberg, Samuel I.; Six, Anne; Whitehead, Nora; Fetterman, Michelle; Burton, June; Larson, Peter
Subject: FW: HSR Rules 801.20, 802.21, 803.7

From: Musick, Vesselina <vmusick@ftc.gov>
Sent: Thursday, December 14, 2023 4:25:41 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: HSRHelp <HSRHelp@ftc.gov>
Subject: RE: HSR Rules 801.20, 802.21, 803.7

CONTROLLED

We agree.

[REDACTED]
Vesselina
Vesselina Musick
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Direct +1 202.326.2307 | Email: vmusick@ftc.gov | www.ftc.gov

From: HSRHelp <HSRHelp@ftc.gov>
Sent: Thursday, December 14, 2023 12:06 PM
To: Walsh, Kathryn E. <kwalsh@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>; Fetterman, Michelle <mfetterman@ftc.gov>; Burton, June <jburton@ftc.gov>; Larson, Peter <plarson@ftc.gov>
Subject: FW: HSR Rules 801.20, 802.21, 803.7

From: [REDACTED]
Sent: Thursday, December 14, 2023 12:04:47 PM (UTC-05:00) Eastern Time (US & Canada)
To: HSRHelp <HSRHelp@ftc.gov>
Subject: HSR Rules 801.20, 802.21, 803.7

Dear PNO Staff,

Acquiring Person A files to acquire voting securities of B and to cross the \$50 million (as adjusted) threshold. During the Rule 803.7(a) year following the expiration of the waiting period, it is my understanding that A will be deemed to cross the \$50 million threshold if A acquires one additional share of B's voting securities and at some point over the 1-year period the price of B's voting securities is such that A's aggregate holdings of B voting securities exceed the \$50 million threshold for at least one day of the 1-year period. Do you agree?

[REDACTED]

[REDACTED]