

Sheinberg, Samuel I.

From: HSRHelp
Sent: Friday, January 19, 2024 9:15 AM
To: Berg, Karen E.; Musick, Vesselina; Shaffer, Kristin; Sheinberg, Samuel I.; Six, Anne; Whitehead, Nora; Fetterman, Michelle; Burton, June; Larson, Peter
Subject: FW: Credit Union Merger

From: Walsh, Kathryn E. <kwalsh@ftc.gov>
Sent: Friday, January 19, 2024 9:15:23 AM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: HSRHelp <HSRHelp@ftc.gov>
Subject: FW: Credit Union Merger

[REDACTED]

Each filer must submit its own form and related materials:

--For the buyer credit union: cover letter, affidavit (attesting to the good faith of the buyer), form, certification, and attachments (labeled as you outline below for buyer).

--For the seller credit union: cover letter, affidavit (attesting to the good faith of the seller), form, certification, and attachments (labeled as you outline below for seller).

The certification is the last page of the form where a signature is required to certify to the accuracy of the form.

Don't forget that affidavits and certifications must be notarized or include the language from 28 U.S.C. § 1746 relating to unsworn declarations under penalty of perjury.

I suspect your transaction is not subject to 801.30 (so a non-801.30 as you state below). For a transaction to be entitled to Section 801.30 treatment, it must fit within one of the enumerated categories in the rule, which include: open market purchases; tender offer acquisitions and certain acquisitions of voting securities by offerees in tender offers; secondary acquisitions; transactions where interests are acquired from holders not within the same person as the target; conversions; and options or warrant exercises. See 16 CFR 801.30 for more detail

<https://www.ftc.gov/enforcement/premerger-notification-program/statute-rules-formal-interpretations>

From: HSRHelp <HSRHelp@ftc.gov>
Sent: Friday, January 19, 2024 8:54 AM
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: Credit Union Merger

From: [REDACTED]
Sent: Friday, January 19, 2024 8:53:38 AM (UTC-05:00) Eastern Time (US & Canada)
To: HSRHelp <HSRHelp@ftc.gov>
Subject: Credit Union Merger

Hello,

We will be sending our fee (via EWT) and submitting via Kiteworks later today, but I wanted to ask a few questions to be sure we have everything needed.

This is a credit union to credit union merger. We had a third party complete the calculations for fee submission and will be sending \$100,000.

As I understand the instructions:

- We will file as a Non 801.30 transaction
- In our submission I will include the following:
 - Cover Letter (which includes the required EWT information)
 - Affidavit
 - Acquiring CU
 - Acquired CU
- FTC Form C4
- Attachments
 - First page of each attachment must have a header with;
 - Name of filer
 - Item of reference & order
 - Date of the Form

Question on the certification document, what exactly is this document?

Does this all look ok and if not please feel free to call me at [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]