

Sheinberg, Samuel I.

From: Sheinberg, Samuel I.
Sent: Monday, September 16, 2024 10:52 AM
To: [REDACTED]
Cc: HSRHelp
Subject: RE: HSR Form / Question about Listing Spouses as UPE

You can indicate in item 1(a) or in an endnote that the UPE is a husband and wife. Yes, one can certify on behalf of both.

From: HSRHelp <HSRHelp@ftc.gov>
Sent: Monday, September 16, 2024 9:46 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: HSR Form / Question about Listing Spouses as UPE

From: [REDACTED]
Sent: Monday, September 16, 2024 9:45:21 AM (UTC-05:00) Eastern Time (US & Canada)
To: HSRHelp <HSRHelp@ftc.gov>
Subject: HSR Form / Question about Listing Spouses as UPE

[REDACTED]

Hi:

In a sale of voting securities, the UPE for an Acquired Person is a husband and wife, who each own 50% of the voting securities. Thus, each is individually a UPE and, through aggregation are each the owner of 100% of the voting securities. How should the spouses be listed in item 1(a)? Can one of them certify the filing on behalf of himself or herself and the spouse?

Thank you.

[REDACTED]

[REDACTED]