

Sheinberg, Samuel I.

From: [REDACTED]
Sent: Thursday, June 20, 2019 4:44 PM
To: Walsh, Kathryn E.; Berg, Karen E.; Sheinberg, Samuel I.; Six, Anne; Whitehead, Nora; Olson, Eric
Subject: FW: HSR Filing Logistics - 2 UPEs

From: Carson, Timothy
Sent: Thursday, June 20, 2019 4:43:54 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: [REDACTED]
Subject: RE: HSR Filing Logistics - 2 UPEs

- 1) One form is fine as long as you provide all the necessary information for each UPE.
- 2) An officer or director of the filing entity can sign and attest to the good faith intent of both UPEs, assuming both UPEs give permission to sign on their behalf.

From: [REDACTED]
Sent: Thursday, June 20, 2019 12:05:01 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: [REDACTED]
Subject: HSR Filing Logistics - 2 UPEs

Good afternoon –

We write with a couple of questions regarding filing logistics where the acquiring person has two UPEs, but only requires one filing because the UPEs have the same Item 5 information.

1. Should we submit two separate forms, one for each UPE? Or, should we simply add extra lines to any item calling for UPE information, and list both entities on the same version of the form?
2. Since our client will be filing on behalf of its parent entities, is one affidavit attesting to the good faith intention of both UPEs sufficient? Or, do we need a separate affidavit for each UPE?

Many thanks in advance for your guidance on these items.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

