

802.20

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January 30, 1992

JAN 31

1992

Ms. Nancy Ovika

[REDACTED]

This letter confirms our telephone conversation yesterday in which you advised me that a Hart-Scott-Rodino premerger notification is not required in the following circumstances.

Background information. Lender wants to sell cable operator. Ultimate parent entity of acquired person has assets that exceed \$10,000,000.

Option 1: Asset Sale. Both the fair market value and the number of shares of the assets sold the acquired person would be \$10,000,000 or less.

Option 2: Stock Sale. The annual net sales and assets of the

You advised me that in each of these circumstances, 16 C.F.R. § 802.20 exempts the parties from the premerger notifications of

Thank you for your patience and assistance in this matter

[REDACTED]

[REDACTED]