

[REDACTED] may be subject to the
disability provisions of Section
of the Clayton Act which restrict
under the Freedom of Information.

FAX TO: Hy David Rubinstein, Esq.

FAX FROM: [REDACTED]

Re: [REDACTED] Ownership Transfer

Hy:

This is further to the fax I sent you on July 19 and the telephone conversation we had
on that date. As you may recall, the fax and call concerned the need for an HSR filing.

My client, [REDACTED] has requested that I now send you the attached chart B and ask
you to reconsider your determination that the described transaction would require an HSR
filing. The new chart discloses the name of the individuals and companies described in my
earlier fax, as well as certain additional details.

[REDACTED] to feel strongly that notification does not make sense for a [REDACTED]

I will call you later this afternoon to discuss. Thank you for all the time you have
spent on this matter.

Regards,
[REDACTED]

IF FAX IS INCOMPLETE, PLEASE CALL OUR TELECOM DEPT. AT [REDACTED]

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TRANSMISSION IN ERROR, PLEASE CALL OUR TELECOM DEPT. COLLECT CALLS WILL BE
ACCEPTED. ANY USE OF THIS FAX OTHER THAN BY THE ADDRESSEE IS PROHIBITED.

TIME COMPLETED:
OPERATOR:

HSR ISSUE

<u>SHAREHOLDERS</u>	<u>Percentage of Voting Shares held in</u>	
	<u>Co. X</u>	<u>Co. Y</u>
A	0.08%	11.1%
B	7.38%	11.1%
C	6.49%	11.1%
D	2.86%	5.6%
E	6.35%	11.1%
F	0.10%	-
G	3.40%	11.1%
H	3.06%	11.1%
I	0.38%	-
J	0.38%	-
K	7.11%	11.1%
L	7.11%	11.1%
M	11.79%	-
N	-	5.6%
TOTAL:	<u>56.49%</u>	<u>100.0%</u>

Companies X and Y are non-U.S. companies. Company Y intends to sell to Company X 87% of the voting securities of Company Z, Company Y's wholly-owned U.S. subsidiary. The transaction will involve cash, probably more than \$15 million.

Company Z has assets and/or annual sales of more than \$25 million. Companies X and Y have aggregate annual U.S. sales of over \$110 million.

Shareholders A-M of Company X are subject to a binding voting agreement that requires

Shareholders A-I and N are non-U.S. individuals. Shareholder M is a non-U.S.

Shareholders A-E, G, H, K, L, and N above, none of whom own more than 10% of the Company P shares.

U.S.A.

10
10
100

100%



AUSTRIA

FIVE INDIVIDUALS:

36.50% 63.50%

7.33
0.92
17.33
0.46
0.46
36.50



GERMANY

TEN INDIVIDUALS:

100%

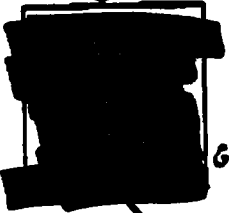
11.
11.1
5.
11.
11.
5.
11.
11.
11.
100.

TWELVE INDIVIDUALS:

44.79%
0.08
7.38
2.86
6.49
6.35
0.10
3.40
7.11
7.11
3.06
0.38
0.38

PUBLICLY-TRADED

11.79%
43.51%



GERMANY



AUSTRIA

11%

87%

2%



44.79



DEL.

100%



DEL.

TEN INDIVIDUALS
AND ONE PRIVATE
FOUNDATION:

EDMUND PORSCHE - 10
A. PORSCHE - 10
ERD PORSCHE - 5
HANS PETER PORSCHE - 10
OLFANG PORSCHE 10
[REDACTED] 5
[REDACTED] 10
[REDACTED] 10

100%

