

Sheinberg

From: HSRHelp
Sent: Friday, June 24, 2022 8:02 AM
To: Walsh, Kathryn E.; Berg, Karen E.; Musick, Vesselina; Shaffer, Kristin; Sheinberg, Samuel I.; Six, Anne;
Subject: FW: HSR Question - Pull and Refile

From: Whitehead, Nora <nwhitehead@ftc.gov>
Sent: Friday, June 24, 2022 8:01:53 AM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: HSRHelp <HSRHelp@ftc.gov>
Subject: HSR Question - Pull and Refile

Yes, please provide the agreement and updated affidavit with the new facts. This does not apply to an acquired person unless the substance of the deal has changed such that this is really a "new filing" rather than a pull and refile on the same deal (which does not apply).

From: HSRHelp <HSRHelp@ftc.gov>
Sent: Thursday, June 23, 2022 5:07 PM
To: Walsh, Kathryn E. <kwah@ftc.gov>; Berg, Karen E. <KBERG@ftc.gov>; Musick, Vesselina <vmusick@ftc.gov>; Shaffer, Kristin <kschaffer@ftc.gov>; Nora <nwhitehead@ftc.gov>
Subject: FW: HSR Question - Pull and Refile

From: [REDACTED]
Sent: Thursday, June 23, 2022 5:07 PM
To: HSRHelp <HSRHelp@ftc.gov>
Cc: [REDACTED]
Subject: HSR Question - Pull and Refile

Good afternoon,
We are preparing to pull and refile HSR filing. On Monday, we filed an original HSR filing. However, since our HSR filing, the parties have executed a purchase agreement. As you are aware, once a purchase agreement is executed, you need to re-certify you need to attest to the good faith intent to complete the transaction as described in the form of agreement – which here would be the executed definitive agreement.
Based on these facts, do we need to update Item 3(b) with the executed agreement and refile the executed agreement in the affidavit?

Second, does this in anyway create a request for the acquired person to re-file?

Thank you,

[REDACTED]

[REDACTED]

