

Sheinberg, Samuel I.

From: HSRHelp
Sent: Monday, August 15, 2022 4:50 PM
To: Walsh, Kathryn E.; Berg, Karen E.; Musick, Vesselina; Shaffer, Kristin; Sheinberg, Samuel I.; Six, Anne; Whitehead, Nora
Subject: FW: HSR filing question - post-recent year acquisition

From: Fetterman, Michele <mifetterman@ftc.gov>
Sent: Monday, August 15, 2022 4:49:43 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: [REDACTED]
Subject: RE: HSR filing question - post-recent year acquisition

Yes. The additional revenues and NAICS codes should be listed in Item 5(a), and you should produce the stand-alone 2021 financial statements for the company was acquired in 2021.

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To: HSRHelp <HSRhelp@ftc.gov>
Cc: [REDACTED]
Subject: HSR filing question - post-recent year acquisition

Good morning,
We are currently assisting our client, the acquired person, with a transaction involving the "Company" with its HSR filing. The Company's 2021 consolidated audited financial statements show that the Company had 2021 revenues for purposes of Item 5(a) of the filing. However, the Company, which became its wholly owned subsidiary in accordance with the acquisition agreement, we understand that the Company must report most-recent year revenue for all entities it controls at the time of filing (regardless of whether the Company controlled such entities during the period for the most-recent year financial statements). Should these additional revenues and applicable NAICS codes be listed in Item 5(a) of the filing? Should stand-alone 2021 financial statements for the company acquired in 2021 be provided?
Thank you for your assistance.

[REDACTED]

[REDACTED]

