

Sheinberg, Samuel

From: [REDACTED]
Sent: Thursday, May 25, 2023 10:32 AM
To: Walsh, Kathryn E.; Berg, Karen E.; Musick, Vesselina; Sheinberg, Samuel; Six, Anna; Whitehead, Nora; Fetterman, [REDACTED]
Subject: FW: RE: Voting Securities

From: Shaffer, Kristin <kshaffer@ftc.gov>
Sent: Thursday, May 25, 2023 10:31 AM
To: [REDACTED]
Cc: HSRHelp <HSRHelp@ftc.gov>
Subject: RE: Voting Securities

[REDACTED]
Yes there
Best regards,
Kristin
Kristin Shaffer
Attorney
Premerger Notification Office
Federal Trade Commission
202-326-7000

From: [REDACTED]
Sent: Thursday, May 25, 2023 10:20:39 AM (UTC-05:00)
To: HSRHelp <HSRHelp@ftc.gov>
Subject: Voting Securities

Good morning,
In a financing round, Company X will issue preferred shares ("Series B Shares") that will have the right to vote for the election of the Series B directors. Investor Y will invest in Series B Shares of Company X in the current size of transaction up to \$10 million. However, investor Y will also enter into a voting agreement to vote the shares in favor of director Z. In light of this, would the shares acquired by Investor Y considered "voting securities"?
Thank you,
[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

