

Shirley Berg, Samuel I.

From: HSRHelp
Sent: Tuesday, August 1, 2023 12:44 PM
To: Walsh, Kathryn L.; Berg, Karen L.; Musick, Vesselina; Shaner, Kristin; Sheinberg, Sanja; Sisk, Anne; Fetterman, Michelle
Subject: FW: Bankruptcy/801.30

From: Whitbread, Nora <nwhitbread@ftc.gov>
Sent: Tuesday, August 1, 2023
To: [REDACTED]
Cc: HSRHelp <HSRHelp@ftc.gov>
Subject: RE: Bankruptcy/801.30

Please check both the bankruptcy and 801.30 boxes on the HSR form, and submit the bankruptcy paperwork in lieu of an agreement. The buyer should submit the bankruptcy paperwork within 15 business days.

From: HSRHelp <HSRHelp@ftc.gov>
Sent: Tuesday, August 1, 2023 12:44 PM
To: Walsh, Kathryn L. <kwash@ftc.gov>; Berg, Karen E. <KBERG@ftc.gov>; Musick, Vesselina <vmusick@ftc.gov>; Whitbread, Nora <nwhitbread@ftc.gov>
Subject: FW: Bankruptcy/801.30

From: [REDACTED]
Sent: Tuesday, August 1, 2023 12:44 PM
To: HSRHelp <HSRHelp@ftc.gov>
Subject: Bankruptcy/801.30

Premerger team:
I have what I hope is a quick question for you. How do you handle a situation where a buyer is purchasing shares in a U.S. bankruptcy proceeding so that the buyer is the sole owner of the shares of a different issuer/person? This seems to be a combination of a bankruptcy filing (essentially a 363(b) sale after notice and hearing) and an 801.30 filing since the shares acquired are being sold. Would there be a 15-day waiting period and if so, does the issuer/acquirer person have to file a notice letter to the issuer? Would there be a 15-day waiting period and if so, does the issuer/acquirer person have to file a notice letter?
We have never run into this situation before and would appreciate any interpretations on this point here.
Thank you in advance,

[REDACTED]

[REDACTED]

[REDACTED]