

Sheinberg, Samuel I.

From: HSRHelp
Sent: Monday, September 25, 2023 12:28 PM
To: Walsh, Kathryn E.; Berg, Karen E.; ~~Sher~~, Kristin; Sheinberg, Samuel I.; Six, Anne; Whitehead, Nora; Fetterman, Michelle; Burton, June
Subject: FW: Question Re: Size of Transaction

From: Musick, Vesselina <vmusick@ftc.gov>
Sent: Monday, September 25, 2023 12:28:12 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: HSRHelp <HSRHelp@ftc.gov>
Subject: RE: Question Re: Size of Transaction

CONTROLLED

You cannot rely on a good-faith estimate of the price adjustment in the situation you describe. The parties should either file and observe the waiting period before closing, or submit a post-consummation filing if the transaction value turns out to have been above the threshold at closing.
Kind regards.
