

Sheinberg, Samuel I.

From: Sheinberg, Samuel I.
Sent: Wednesday, October 4, 2023 11:43 AM
[REDACTED]

From: [REDACTED]
Sent: Monday, October 2, 2023 5:03:57 PM (UTC-05:00) Eastern Time (US & Canada)
To: HSRHelp <HSRHelp@ftc.gov>
Cc: [REDACTED]
Subject: Question Re: 803.5(a) Certification/801.30 Notice Letter Recipients

Good afternoon.

I hope this email finds you well. We are reaching out with a question concerning the proper individual to sign a certification form and receive an 801.30 notice letter on behalf of a limited partnership that lacks officers or directors.

We plan to report an acquisition of control of a limited partnership under 16 CFR § 801.30. The limited partnership to be acquired is its own ultimate parent and does not have officers or directors. Its general partner, which holds the authority to certify legal filings for the limited partnership pursuant to 16 CFR § 803.6(a)(1), also lacks officers or directors. The general partner, however, has a manager. The manager is a corporation controlled by the acquiring person. The manager-corporation manages the general partner, exercising similar functions to an officer or director of the GP and has officers and the authority to sign on behalf of the general partner.

Can you confirm that under 16 C.F.R. 803.5(a) and 803.6(a)(1)-(3), an officer of the manager-corporation of the general partner may sign a certification form on behalf of the acquired limited partnership and receive the 801.30 notice letter?

Thanks,
[REDACTED]

[REDACTED]

