

Sheir

From: Sheir, Lujera, Samuel I
Sent: Thursday, November 16, 2023 3:21 PM
To: [REDACTED]
Cc: HSRHelp
Subject: Request for HSR assistance

1. You should value everything that is being acquired that is not exempt. Any rental relationship between the targets is not relevant for HSR analysis.
2. See 803.9(c)(i).

From: HSRHelp <HSRHelp@ftc.gov>
Sent: Wednesday, November 15, 2023 7:49 PM
To: Walsh, Kathryn E. <kwalsh@ftc.gov>; Shaffer, Kristin <kshaffer@ftc.gov>; Nora <nwhitehead@ftc.gov>; Fetterman, Michelle <mfetterman@ftc.gov>; Burton, June <jburton@ftc.gov>
Subject: FW: Request for HSR assistance

From: [REDACTED]
Sent: Wednesday, November 15, 2023 7:48:29 PM
To: HSRHelp <HSRHelp@ftc.gov>
Subject: Request for HSR assistance

Dear PNO,

Please consider two questions regarding a potential HSR filing:

1. Consider an asset purchase that includes (a) two business LLCs and (b) two real estate LLCs that hold the real estate used for the businesses. Can the value of the acquired real estate LLCs be included in the size-of-transaction cash exception?
2. Where there are two acquiring UPEs, must both acquiring UPEs submit a separate filing fee? E.g., if the total filing fee is \$100,000, does each acquiring UPE need to pay a separate filing fee of \$100,000?

Much appreciated,

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

