## Sheinberg, Samuel I.

From:

HSRHelp Thursday, January 4, 2024 3:10 PM Sent:

To:

- 1. In this context, can Company A file an HSR notification form on the basis that the fair market value of Company B's nonexempt assets <u>may</u> exceed the then-current HSR threshold, as long as it has a good faith intent to acquire additional shares of Company B?
- 2. If such a filing is made, is it correct that such filing will expire if, during the one year period following the expiration of the HSR waiting period either (i) the fair market value of Company B's nonexempt assets does not exceed the then-relevant HSR threshold, or (ii) the fair market value of Company B's nonexempt assets does exceed the then-relevant HSR threshold, but Company A does not acquire any voting securities of Company B after such occurrence?

