

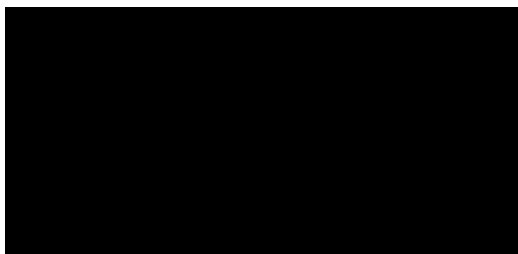
803.5 (a)

**Verne, B. Michael**

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**From:** [REDACTED]  
**Sent:** Tuesday, January 08, 2013 7:32 PM  
**To:** Verne, B. Michael  
**Subject:** Tender Offer Intent

If a buyer intends to launch a tender offer and has publicly announced its intention to do so once a condition is satisfied, does that announcement suffice for a filing or must one wait for the condition to be satisfied? I know if there are conditions to consummation, that is not an obstacle but was not sure if the same approach applied to conditions to commencement.



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The condition does not have to be satisfied as long as a conditional intent has been publicly announced.

BW  
1/9/13

KW CONCURS