

801.1(F)

Verne, B. Michael

From: [REDACTED]
Sent: Thursday, April 21, 2005 1:19 PM
To: Verne, B. Michael
Subject: Company Formed in The Netherlands

Hi Mike,

I am preparing an HSR Notification for the acquisition of a company formed in The Netherlands. I think I previously would have treated this entity as a corporation because it has a board of directors in which at least one member is an outside director. However, with the new rules, would I now treat this as the acquisition of non-corporate interests in an unincorporated entity (and not the acquisition of assets or voting securities)?

[REDACTED]

[REDACTED]

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THE DETERMINATION OF WHETHER A FOREIGN
ENTITY IS TREATED AS A PARTNERSHIP OR
CORPORATION IS UNCHANGED.

B. Michael
4/21/05