

Verne, B. Michael

803.9

From: [REDACTED]
Sent: Friday, May 05, 2006 4:16 PM
To: Verne, B. Michael
Subject: Quick question

Hi Mike. I have a quick and easy question, but I can't put my finger on the answer right now.

Company A has two UPEs. Company A intends to acquire Company B in a transaction that is reportable for both of Company A's UPEs. One fee or two?

Thanks,

[REDACTED]

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IF COMPANY A IS THE ONLY ENTITY THE TWO UPEs CONTROL - ONE FEE (SEE 803.9(C)). IF THEY HAVE OTHER HOLDINGS OUTSIDE OF COMPANY A - TWO FEES.

B. Michael
5/5/06