

802.71

Verne, B. Michael

From: [REDACTED]
Sent: Tuesday, June 22, 2010 11:10 AM
To: Verne, B. Michael
Subject: HSR Question

Mike: Have you encountered a situation where a natural person made a reportable acquisition but failed to file, and then died before making a corrective filing? The "acquisition" of the deceased person's shares by his estate is presumably exempt under 802.71, as is any subsequent disposition of those shares pursuant to the deceased's will. But does the estate have an obligation to make the corrective filing on behalf of the deceased? What if the estate has been settled and is no longer in existence?

[REDACTED]

[REDACTED]

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I agree the acquisition of the shares by the estate is exempt under 802.71. The estate is a separate person from the deceased and has no obligation to file on behalf of the deceased person. However, if his wife is still living, she is within the same person as the deceased and would be required to make a corrective filing, even though she no longer holds the shares.

BM
6/22/10