

TIP SHEET FOR HSR FORM version 1.0.5

(updated 01/16/15)

The HSR Form is a dynamic PDF. Certain items on the form will interact with other items on the form, automatically filling out redundant data fields and activating related fields. The form has drop-down menus for fields with common responses, while still allowing free text entry in those fields. The form will expand as necessary, automatically adding a new page if information rolls over to the next page.

The form can be printed out and submitted to the Agencies.

IMPORTANT NOTE ON E-FILING: While the form will allow e-filing, that option is not available at this time. When e-filing is available, notice will be posted on the Premerger Notification Office's (PNO) web page.

Hardware

Some users report that the form does not have full functionality when used on Apple Mac computers. Other Mac users have not had any problems. Please report any Mac compatibility issues to the PNO.

Software

To view and complete this form, you will need Adobe Acrobat Reader. The free download can be found here: <http://get.adobe.com/reader/>

Adobe version: The PNO has conducted extensive testing of the form using Adobe Reader version 9.4. The form is forward compatible to the most current Adobe version. Some users have reported problems when using Adobe Reader version 8, so it is recommended to use the current version if possible.

IMPORTANT NOTE ON DOWNLOADING THE FORM: After you click the link to the form, <http://ftc.gov/bc/hsr/hsrform.pdf>, please save the form to your hard drive or your network drive, close the browser, and open the form from within the Adobe Reader application. Do not complete the form within your browser. In addition to limited functionality, filling out the form within the browser risks losing the information entered if you accidentally hit the forward or back buttons on the browser.

Navigating within the form

Move between fields: To move between fields, the user can either press the Tab key to move forward, press the Tab and the Shift Keys simultaneously to move backward, or use the mouse to click on the desired field.

Complete validated fields: Validated fields are fields that have been formatted to only accept certain text. These fields include telephone and fax numbers, dollar amounts, and social security numbers. To complete **telephone and fax number fields**, enter the ten-digit number without parentheses, dashes, spaces, etc., and when you move to the next field the program will automatically format the field. When entering **dollar amounts**, type in the numbers without the dollars signs or commas. The program will enter dollar signs, commas, and adjust decimal places accordingly.

Some tips for filling out the form

- On the form title bar, check the **Amended** box when you are sending in a supplemental or updated filing. Checking this box allows you to enter an existing HSR transaction number. Otherwise, check **New**. Please note that the **New** and **Amended** boxes are primarily for use with the (not yet available) electronic filing option and will NOT print when the form is printed.

Form Title Bar

16 C.F.R. Part 803 - Appendix NOTIFICATION AND REPORT FORM FOR CERTAIN MERGERS AND ACQUISITIONS <small>Electronic Form Version 1.0.1, 01/13/2012</small>	(Filing is: <input type="checkbox"/> New <input type="checkbox"/> Amended)	<input type="checkbox"/> <input type="checkbox"/> TRANSACTION NUMBER ASSIGNED
<small>Missing Mandatory Items for Submission:</small> <input type="text"/>		

- The **Missing Mandatory Items for Submission** drop-down shows a list of what required items are not yet entered. This list is merely a guide; the filing party is responsible for submitting a complete, accurate filing.

Top of First page with fields highlighted

Please fill out the following form. If you are a form author, choose Distribute Form in the Forms menu to send it to your recipients. Highlight Fields

(Filing is: New Amended) TRANSACTION NUMBER ASSIGNED

16 C.F.R. Part 803 - Appendix
NOTIFICATION AND REPORT FORM FOR CERTAIN MERGERS AND ACQUISITIONS
Electronic Form Version 1.0.1, 01/13/2012 Missing Mandatory Items for Submission:

FEE INFORMATION (For Payer Only)

AMOUNT PAID \$ TAXPAYER IDENTIFICATION NUMBER
 OR SOCIAL SECURITY NUMBER FOR NATURAL PERSONS

NAME OF PAYER (if different from PERSON FILING)
 WIRE TRANSFER or CERTIFIED CHECK / MONEY ORDER ATTACHED
 WIRE TRANSFER CONFIRMATION NO.
 Attachment number: FROM (NAME OF INSTITUTION)

IS THIS A CORRECTIVE FILING? YES NO CASH TENDER OFFER? YES NO BANKRUPTCY? YES NO

DO YOU REQUEST EARLY TERMINATION OF THE WAITING PERIOD? YES NO
(Grants of early termination are published in the Federal Register and on the FTC web site, www.ftc.gov)

(voluntary) IS THIS ACQUISITION SUBJECT TO NON-US FILING REQUIREMENTS? YES NO
IF YES, list jurisdictions:

ITEM 1

1(a) PERSON FILING

NAME	<input type="text"/>
HEADQUARTERS ADDRESS	<input type="text"/>
ADDRESS LINE 2	<input type="text"/>
CITY, STATE, COUNTRY	<input type="text"/> <input type="text"/>
ZIP CODE	<input type="text"/>
WEB SITE	<input type="text"/>

1(b) PERSON FILING NOTIFICATION IS an acquiring person an acquired person both

1(c) PUT AN "X" IN THE APPROPRIATE BOX TO DESCRIBE THE PERSON FILING NOTIFICATION
 Corporation Unincorporated Entity Natural Person Other (Specify)

- Fields are highlighted in blue. The fields outlined in red are required fields. To toggle the highlighting on and off, click the **Highlight Fields** button in the upper right hand corner.

Disabled highlighting

Please fill out the following form. If you are a form author, choose Distribute Form in the Forms menu to send it to your recipients. Highlight Fields

(Filing is: New Amended) TRANSACTION NUMBER ASSIGNED

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DO YOU REQUEST EARLY TERMINATION OF THE WAITING PERIOD? YES NO
(Grants of early termination are published in the Federal Register and on the FTC web site, www.ftc.gov)

(voluntary) IS THIS ACQUISITION SUBJECT TO NON-US FILING REQUIREMENTS? YES NO
IF YES, list jurisdictions:

ITEM 1

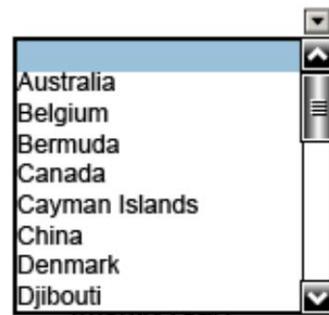
1(a) PERSON FILING

NAME	<input type="text"/>
HEADQUARTERS ADDRESS	<input type="text"/>
ADDRESS LINE 2	<input type="text"/>
CITY, STATE, COUNTRY	<input type="text"/> <input type="text"/>
ZIP CODE	<input type="text"/>
WEB SITE	<input type="text"/>

1(b) PERSON FILING NOTIFICATION IS an acquiring person an acquired person both

1(c) PUT AN "X" IN THE APPROPRIATE BOX TO DESCRIBE THE PERSON FILING NOTIFICATION
 Corporation Unincorporated Entity Natural Person Other (Specify)

1(d) DATA FURNISHED BY



- For certain **drop-down menus**, for example **Country**, you can select from the options available or type in whatever text you choose. In these instances, the data field is not limited by the drop-down menu. This also applies to the **Amount Paid** field.
- Fee Information – The fields “Social Security Number”, “Wire Transfer Confirmation No.” and “From (Name of Institution)” cannot be filled out unless the appropriate checkbox has been checked. Once checked, those fields will open.
- Item 1(a) – On occasion, for reasons unknown, the data in the item 1(a) field “Name” will disappear. If this occurs, simply reenter the data and save the form.
- Item 1(b) – When filing for **both** parties, check the **both** box, then the **acquiring person** box to activate all fields. Fill out the form and submit the one form for both parties as usual.
- Items 2(a) and 3(a) – The items 2(a) and 3(a) name fields are limited to 40 and 70 characters, respectively. If you have a name that is longer than the field allows, choose a shortened name for 2(a) and 3(a) and then create an Endnote to indicate the full name.
- Item 2(d) – If the value is approximate or estimated, create an Endnote to so indicate.
- Item 3(b) – Item 3(b) allows only one attachment. If you have multiple agreements to attach to 3(b), attach the first agreement, then list the rest on the attachments page, indicating in the description that they’re Item 3(b) documents. Create an Endnote to note that there are multiple attachments.
- Item 4 - Items **4(b), 4(c) and 4(d)** are designed to list attachments. To fill out those items, go to the attachments page at the end of the form, create the attachments list, and then choose which attachments to associate with 4(b), 4(c) and 4(d) through the drop down menus in 4(b), 4(c) and 4(d). When you do that, the description of the attachments you chose will appear in the appropriate box.

Please note: When creating the attachments list, DO NOT put hard returns in the Attachment Description field. (See below for more information).

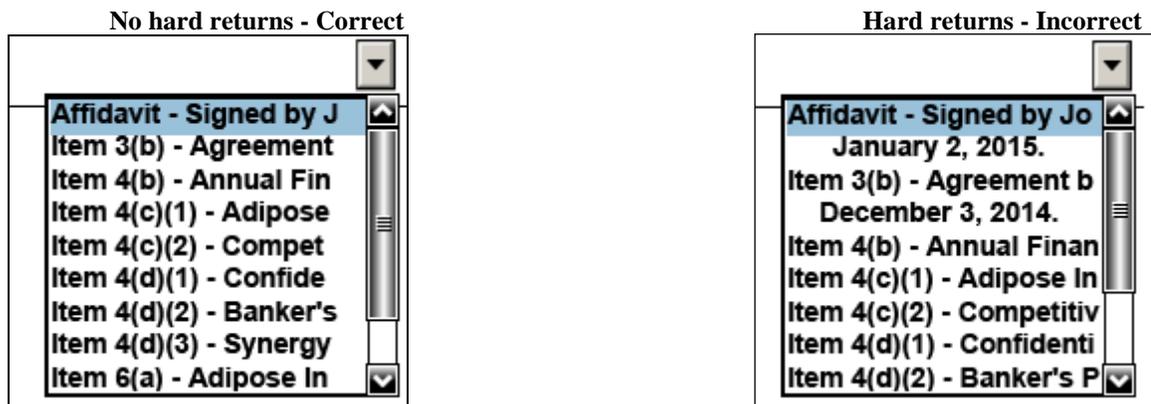
If you have no attachments for Items 4(b)-(d), simply click “None” and the form will give you a text box to enter any text you like.

- Item 5 - The form is pre-loaded with **NAICS codes** and their descriptions. However, due to constant updating, there will be codes that are not pre-loaded. If you enter a code and the description does not automatically appear, the form will prompt you to enter the appropriate description text yourself.

If you enter a 10 digit code and get the error message, “Enter either 6 or 10 digits code,”

that particular code will not be accepted by the form. Enter the problematic code as a 6 digit code and create an Endnote to explain, indicating the full 10 digit code.

- Item 5(b) - This item is not activated unless “**a formation of a joint venture**” is checked in item 2(b).
- Endnotes - The endnotes allow the user to enter explanatory text for any item. Simply enter the text and select the item to which the endnote applies from the drop-down menu.
- Attachments - **Group Paper to follow** is a shortcut to create a user-specified number of blank attachment fields.
- Once you have created **Attachments**, they will be listed in the **Attachment** drop-down menus located throughout the form. You may then select that attachment to link to a particular item. **See Attachments and Item 4 sample pages below.**
- When filling out the Attachment Description field, **DO NOT** use hard returns. The use of hard returns will create problems with the formatting of the drop down menus throughout the form. If you are having trouble selecting the proper attachments in Item 4, check for hard returns in the Attachment Description fields.



- When submitting the form in hard copy, if you wish, you may substitute your own list of attachments rather than using the Attachments page from the form. (See the [PNO Blog](#) for more helpful tips on Attachments).
- If you are submitting the **unsworn declaration language** in lieu of a notarized signature, don't fill out the certification fields. Attach the declaration page as an Attachment.
- Due to the complexity of the form, it is highly recommended that the user save the document often and recheck all fields after printing the final document.

For any questions, please contact the PNO at 202-326-3100.

SAMPLE ATTACHMENTS PAGE

NAME OF PERSON FILING NOTIFICATION Adipose Industries		DATE January 15, 2015	
ATTACHMENTS		<input type="button" value="Add Attachment"/>	AttachTotal: 9
ATTACHMENT NUMBER	ATTACHMENT DESCRIPTION		
1	Paper to Follow <input type="checkbox"/>	DESCRIPTION	Affidavit - Signed by John Smith. January 2, 2015.
	ATTACHED TO ITEM		
2	Paper to Follow <input type="checkbox"/>	DESCRIPTION	Item 3(b) - Agreement between Adipose Industries and Bad Wolf Corporation. December 3, 2014.
	ATTACHED TO ITEM		
3	Paper to Follow <input type="checkbox"/>	DESCRIPTION	Item 4(b) - Annual Financials, Adipose Industries. December 31, 2014.
	ATTACHED TO ITEM		
4	Paper to Follow <input type="checkbox"/>	DESCRIPTION	Item 4(c)(1) - Adipose Industries Board presentation re acquisition of Bad Wolf Corporation. June 22, 2014. Prepared by M. Jones, CEO.
	ATTACHED TO ITEM		
5	Paper to Follow <input type="checkbox"/>	DESCRIPTION	Item 4(c)(2) - Competitive Analysis - Marketing Division, Adipose Industries, presentation to CEO. July 6, 2014. Prepared by R. Tyler, VP Marketing.
	ATTACHED TO ITEM		
6	Paper to Follow <input type="checkbox"/>	DESCRIPTION	Item 4(d)(1) - Confidential Information Memorandum presented to Adipose Industries. June 1, 2014. Prepared by Bad Wolf Corporation.
	ATTACHED TO ITEM		
7	Paper to Follow <input type="checkbox"/>	DESCRIPTION	Item 4(d)(2) - Banker's Presentation to Adipose Industries. May 05, 2014. Prepared by Coal Hill Bank.
	ATTACHED TO ITEM		
8	Paper to Follow <input type="checkbox"/>	DESCRIPTION	Item 4(d)(3) - Synergy document - Sales Department, Adipose Industries. July 26, 2014. Prepared by C. Oswald, VP Sales.
	ATTACHED TO ITEM		
9	Paper to Follow <input type="checkbox"/>	DESCRIPTION	Item 6(a) - Adipose Industries Subsidiaries.
	ATTACHED TO ITEM		

- Note that the Item to which the attachment applies (Item 3(b),4(c), etc.) has been included in the **description** of the document.
- When there are multiple attachments for one Item, the “**ATTACHED TO ITEM**” field only fills in for the last attachment added to that Item on the form (see Attachments 6-8 above for Item 4(d)).

SAMPLE ITEM 4 PAGE WITH ATTACHMENTS

NAME OF PERSON FILING NOTIFICATION <i>Adipose Industries</i>	DATE <i>January 15, 2015</i>
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ITEM 4
 PERSONS FILING NOTIFICATION MAY PROVIDE BELOW AN OPTIONAL INDEX OF DOCUMENTS REQUIRED TO BE SUBMITTED BY ITEM 4 (See *Item by Item instructions*). THESE DOCUMENTS SHOULD NOT BE ATTACHED TO THIS PAGE.

4(a) ENTITIES WITHIN THE PERSON FILING NOTIFICATION THAT FILE ANNUAL REPORTS WITH THE SECURITIES AND EXCHANGE COMMISSION None **CENTRAL INDEX KEY NUMBER**

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4(b) ANNUAL REPORTS AND ANNUAL AUDIT REPORTS None **ATTACHMENT OR REFERENCE NUMBER**

Item 4(b) - Annual Financials, Adipose Industries. December 31, 2014. Prepared by J. Hark	3 <input type="button" value="Delete"/>
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4(c) STUDIES, SURVEYS, ANALYSES, AND REPORTS None **ATTACHMENT OR REFERENCE NUMBER**

Item 4(c)(1) - Adipose Industries Board presentation re acquisition of Bad Wolf Corporati	4 <input type="button" value="Delete"/>
Item 4(c)(2) - Competitive Analysis - Marketing Division, Adipose Industries, presentatio	5 <input type="button" value="Delete"/>

4(d) ADDITIONAL DOCUMENTS None **ATTACHMENT OR REFERENCE NUMBER**

Item 4(d)(1) - Confidential Information Memorandum presented to Adipose Industries. June	6 <input type="button" value="Delete"/>
Item 4(d)(2) - Banker's Presentation to Adipose Industries. May 05, 2014. Prepared by Coa	7 <input type="button" value="Delete"/>
Item 4(d)(3) - Synergy document - Sales Department, Adipose Industries. July 26, 2014. Pr	8 <input type="button" value="Delete"/>

- The lists in Items 4(b), (c) and (d) are populated from the Attachments page by using the drop down boxes on this page. The full description text for each attachment is truncated as it's unnecessary to duplicate the entire text.