

Sheinberg, Samuel I.

From: Shaffer, Kristin
Sent: Monday, August 06, 2018 3:05 PM
To: [REDACTED]
Cc: [REDACTED]
Subject: RE: amended filing

[REDACTED]

If the waiting period is still open, the filing can be amended. Because the number of voting securities will change (not just the price), the entire filing would need to be updated, the difference in the fee would need to be paid, and the waiting period would restart.

Once the waiting period closes, a new filing would be required to cross the \$100 million threshold.

Best regards,
Kristin

Kristin Shaffer

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From: [REDACTED]
Sent: Monday, August 06, 2018 2:32 PM
To: [REDACTED]
Subject: amended filing

Dear PNO,

I have an amendment question. If the parties file HSR on a term sheet at the \$50M threshold, and during the course of the waiting period determine that the \$100M threshold will instead be crossed, may they amend their filing? In other words, the waiting period is still running, and could they amend the filing to indicate the higher threshold, and pay the difference in the filing fee? If so, what would be required and would it change the waiting period? I believe this has been permitted in the past, but wanted to check.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] (v)

