

**Sheinberg, Samuel I.**

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**From:** [REDACTED]  
**Sent:** Monday, October 15, 2018 3:27 PM  
**To:** Walsh, Kathryn E.; Berg, Karen E.; Carson, Timothy; Shaffer, Kristin; Sheinberg, Samuel I.  
**Subject:** FW: Need for Refiling

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**From:** Whitehead, Nora  
**Sent:** Monday, October 15, 2018 3:27:05 PM (UTC-05:00) Eastern Time (US & Canada)  
**To:** [REDACTED]  
**Cc:** [REDACTED]  
**Subject:** RE: Need for Refiling

No new filing would be required, under the circumstances you describe.

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**From:** [REDACTED]  
**Sent:** Monday, October 15, 2018 3:01:44 PM (UTC-05:00) Eastern Time (US & Canada)  
**To:** [REDACTED]  
**Subject:** Need for Refiling

Dear PNO Staff,

Is a new filing required if, after filing for an all-cash acquisition, the parties agree to use buyer's stock for part of the consideration, but the seller's acquisition of buyer's stock is not reportable and the value of the reportable transaction does not change? I believe the answer should be no new filing required, but I would be interested in your thoughts. Thank you,

[REDACTED]

[REDACTED]

Please consider the environment before printing this email.

[REDACTED]