

Sheinberg, Samuel I.

From: [REDACTED]
Sent: Wednesday, July 24, 2019 3:22 PM
To: Walsh, Kathryn E.; Berg, Karen E.; Carson, Timothy; Sheinberg, Samuel I.; Six, Anne; Olson, Eric
Subject: FW: Filing Fee for Amended HSR Filing

From: Whitehead, Nora
Sent: Wednesday, July 24, 2019 3:22:08 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: [REDACTED]
Subject: RE: Filing Fee for Amended HSR Filing

The proposed acquisition you describe necessitates a new filing (with the appropriate fee), not an amendment. It would be helpful to reference the prior filing in either an end note or in the text of Item 3a.

From: [REDACTED]
Sent: Wednesday, July 24, 2019 9:49 AM
To: Walsh, Kathryn E. <kwalsh@ftc.gov>; Berg, Karen E. <KBERG@ftc.gov>; Carson, Timothy <tcarson@ftc.gov>; Sheinberg, Samuel I. <ssHEINBERG@ftc.gov>; Six, Anne <asix@ftc.gov>; Whitehead, Nora <nwhitehead@ftc.gov>; Olson, Eric <eolson@ftc.gov>
Subject: FW: Filing Fee for Amended HSR Filing

From: [REDACTED]
Sent: Wednesday, July 24, 2019 9:49:02 AM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Subject: Filing Fee for Amended HSR Filing

Good morning,

I have a question about making an amended HSR filing. Three months ago, my client filed an HSR for an open market transaction subject to § 801.30(a)(5) and indicated that the highest threshold it intended to cross was \$50 million (as adjusted). Since that time, my client has observed the waiting period and has not made any purchases. The price of the securities that my client intends to buy has now significantly increased. If my client were to purchase the same number of securities that it had previously intended to purchase, the acquisition would now cross the \$100 million (as adjusted) threshold. Nothing else about the transaction has changed. My client would like to file an amended filing to designate the higher \$100 million (as adjusted) threshold. If my client were to file an amended filing designating the higher threshold would my client need to pay the entire \$125,000 filing fee or would my client be able to pay just the difference from the \$45,000 filing fee previously paid? In addition, am I correct that an amended filing would start a new waiting period? Thank you.

[REDACTED]

