

Sheinberg, Samuel I.

From: [REDACTED]
Sent: Friday, October 11, 2019 9:40 AM
To: Walsh, Kathryn E.; Berg, Karen E.; Carson, Timothy; Sheinberg, Samuel I.; Whitehead, Nora; Musick, Vesselina
Subject: FW: Item 5(a)

From: Six, Anne
Sent: Friday, October 11, 2019 9:40:26 AM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: [REDACTED]
Subject: FW: Item 5(a)

[REDACTED]

Yes, in Item 5(a) the filer must report most-recent-year revenue for all entities it controls at the time of filing. You may consider using an endnote to note the recent acquisitions and sources of the revenue reported.

Best,
Anne

Anne K. Six
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From: [REDACTED]
Sent: Thursday, October 10, 2019 3:25:13 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Subject: Item 5(a)

Good afternoon!

I have two questions about reporting revenue for recently acquired entities in Item 5(a):

1. If a filer acquired an entity in the middle of 2018, would the filer need to report revenue in Item 5(a) for that entity for the most recent pro forma full year (2018), or would the filer only report revenue for part of the year, from when the filer's ownership began?

2. Similarly, if a filer acquired an entity in 2019, would the filer need to report revenue in Item 5(a) for that entity for the most recent year (2018), even though the entity was not owned by the filer until 2019?

Based on the instructions (particularly the requirement to “include the total dollar revenues for all entities included within the person filing notification at the time the Form is prepared”) and one similar prior interpretation, my understanding is that the filer would need to report revenue in Item 5(a) for the most recent full pro forma year (2018) for entities acquired in the middle of 2018 or in 2019.

I would appreciate confirmation or any clarification.

Best regards,

[Redacted]

[Redacted]

[Redacted]

[Redacted]