The backside acquisition would be a non-801.30, and as such it would require an affidavit attesting to the execution of an agreement. If no agreement exists yet, a filing would be premature.

Karen

Dear PNO,

Company B Shareholder will make a backside acquisition of Company A voting securities as a result of Company A’s acquisition of Company B. Can Company B shareholder file HSR ahead of execution of the Company A/Company B LOI or agreement? If yes, would an SEC filing describing the Company A/Company B transaction suffice for 3(b)-1?