We agree and note that X might need to stipulate if its financials don’t show that SOP is met.

Good morning. I’m hoping to quickly confirm the filing requirements for a transaction.

In our transaction, the acquired entity X has two UPEs, A and B, who are both natural persons. I understand that, if A and B authorize it, X can file a single HSR form for the transaction, and a person with actual authority representing X can certify the form and file one affidavit attesting to the good faith intent of both A and B to complete the transaction. In addition, because X is the highest level entity that A and B control, only X’s financials need to be provided for Item 4(b). Can you confirm?

Thanks for your help.