

## Sheinberg, Samuel I.

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**From:** [REDACTED]  
**Sent:** Wednesday, March 14, 2018 10:20 AM  
**To:** Sheinberg, Samuel I.  
**Subject:** Re: FTC HSR question re: Item 4(b)

Thanks, Sam

[REDACTED]  
Sent from my iPad

On Mar 14, 2018, at 8:33 AM, Sheinberg, Samuel I. <[SSHEINBERG@ftc.gov](mailto:SSHEINBERG@ftc.gov)> wrote:

[REDACTED]  
Yes, the acquired person and acquired entity must provide their own financials.

Best regards,

Sam Sheinberg  
Attorney  
Premerger Notification Office  
Federal Trade Commission

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**From:** [REDACTED]  
**Sent:** Tuesday, March 13, 2018 3:42 PM  
**To:** Walsh, Kathryn E.; Berg, Karen E.; Carson, Timothy; Shaffer, Kristin; Sheinberg, Samuel I.; Whitehead, Nora; Davis, Alpa D.  
**Subject:** FW: FTC HSR question re: Item 4(b)

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**From:** [REDACTED]  
**Sent:** Tuesday, March 13, 2018 3:41:57 PM (UTC-05:00) Eastern Time (US & Canada)  
**To:** [REDACTED]  
**Subject:** FTC HSR question re: Item 4(b)

Dear PNO Staff –

Could you clarify the Item 4(b) requirement as it applies to an Acquired Person in an sale of assets: Does the Acquired UPE have to provide its own annual report in addition to the annual report of the Acquired Entity (whose assets are being acquired)? (I note that Page II of the Instructions says that “The acquired person should limit its response: 1) in the case of an acquisition of assets to the assets being acquired.”)

Thanks,  
[REDACTED]

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[REDACTED]

[REDACTED]

[REDACTED]