

Sheinberg, Samuel I.

From: HSRHelp
Sent: Monday, August 26, 2024 4:18 PM
To: Walsh, Kathryn E.; Berg, Karen E.; Musick, Vesselina; Sheinberg, Samuel I.; Six, Anne; Whitehead, Nora; Fetterman, Michelle; Burton, June; Larson, Peter
Subject: FW: Control

From: Shaffer, Kristin <kshaffer@ftc.gov>
Sent: Monday, August 26, 2024 4:17:47 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: HSRHelp <HSRHelp@ftc.gov>
Subject: RE: Control

Confirmed. Because Holdings Corp controls Corps A, B, and C, it holds everything that each of them holds. As a result, Holdings Corp holds 100% of OpCo (49% + 39% + 12%) and therefore controls OpCo.

Best regards,

Kristin

Kristin Shaffer

Attorney

Premerger Notification Office

Federal Trade Commission

202-326-2388 | kshaffer@ftc.gov

From: [REDACTED]
Sent: Friday, August 23, 2024 12:20:27 PM (UTC-05:00) Eastern Time (US & Canada)
To: HSRHelp <HSRHelp@ftc.gov>
Subject: Control

Dear PNO,

Holdings Corp holds 100% of the voting securities of each of Corp A, Corp B, and Corp C, which in turn holds 49%, 39%, and 12%, respectively, of the voting securities of OpCo. Can you confirm whether Holdings Corp controls Opco?

Many thanks.

[REDACTED]

[REDACTED]

[REDACTED]