

# ANTITRUST AND TRADE PRACTICES ALERT

NEWS FOR THE CLIENTS AND FRIENDS OF BASS, BERRY & SIMS PLC

## FTC Announces Revised HSR Thresholds

January 28, 2011

The Federal Trade Commission has announced the annual revised thresholds applicable to Hart-Scott-Rodino notification requirements. These revised thresholds are applicable to any deals closed on or after February 24, 2011. The revised thresholds are:

Size-of-the-Transaction Test: The threshold used in the size-of-transaction test will increase from \$63.4 million to \$66 million. Only deals valued at \$66 million or more must be reported.

Size-of-Persons Test: The sales and assets thresholds used in the size-of-persons test will increase from \$12.7 million to \$13.2 million and from \$126.9 million to \$131.9 million, respectively. Only transactions between entities that have sales or assets (as applicable) of \$13.2 million for one party and \$131.9 million for the other party must be reported. The threshold below which the size-of-persons test applies will increase from \$253.7 million to \$263.8 million. Transactions valued at or above \$263.8 million must be reported regardless of whether the size-of-persons test is met.

Filing Fees: Filing fee thresholds based upon the value of assets or voting securities being acquired will be revised as follows:

<u>Value of Transaction</u>	<u>Filing Fee</u>
\$66 million to \$131.9 million	\$45,000
\$131.9 million to \$659.5 million	\$125,000
\$659.5 million or more	\$280,000

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