

**16 C.F.R. Part 803 - Appendix**

**NOTIFICATION AND REPORT FORM FOR CERTAIN MERGERS AND ACQUISITIONS**

Approved by OMB 3084-0005

Expires 8/31/02

<p><b>THE INFORMATION REQUIRED TO BE SUBMITTED ON THESE ANSWER SHEETS IS SPECIFIED IN THE INSTRUCTIONS</b></p> <p>&lt; <b>Attach the affidavit required by § 803.5 to this page.</b></p>	<p><b>FOR OFFICE USE ONLY</b></p> <hr/> <p><b>TRANSACTION NUMBER</b></p> <p>         </p>
<p><b>IS THIS ACQUISITION A CASH TENDER OFFER?</b></p> <p><input type="checkbox"/> YES      <input type="checkbox"/> NO</p>	<p><input type="checkbox"/> CTO</p> <p><input type="checkbox"/> ETR</p>
<p><b>DO YOU REQUEST EARLY TERMINATION OF THE WAITING PERIOD?</b> <i>(Grants of early termination are published in the Federal Register.)</i></p> <p><input type="checkbox"/> YES      <input type="checkbox"/> NO</p>	
<p><b>ITEM 1</b></p> <p>(a) NAME AND HEADQUARTERS ADDRESS OF PERSON FILING</p>	
<p>(b) PERSON FILING NOTIFICATION IS</p> <p><input type="checkbox"/> an acquiring person      <input type="checkbox"/> an acquired person      <input type="checkbox"/> both</p>	
<p>(c) LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRING PERSONS</p>	<p>LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRED PERSONS</p>
<p>(d) THIS ACQUISITION IS <i>(put an X in all the boxes that apply)</i></p> <p><input type="checkbox"/> an acquisition of assets      <input type="checkbox"/> a consolidation (see § 801.2)</p> <p><input type="checkbox"/> a merger (see § 801.2)      <input type="checkbox"/> an acquisition of voting securities</p> <p><input type="checkbox"/> an acquisition subject to § 801.2 (e)      <input type="checkbox"/> a secondary acquisition</p> <p><input type="checkbox"/> a formation of a joint venture or other corporation (see § 801.40)      <input type="checkbox"/> an acquisition subject to § 801.31</p> <p><input type="checkbox"/> an acquisition subject to § 801.30 <i>(specify type)</i> _____</p> <p><input type="checkbox"/> other <i>(specify)</i> _____</p>	
<p>(e) INDICATE THE HIGHEST NOTIFICATION THRESHOLD IN § 801.1(h) FOR WHICH THIS FORM IS BEING FILED <i>(acquiring person only)</i></p> <p><input type="checkbox"/> \$ 15 million      <input type="checkbox"/> 15%      <input type="checkbox"/> 25%      <input type="checkbox"/> 50%</p>	
<p>(f) VALUE OF VOTING SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION</p>	<p>VALUE OF ASSETS</p>
<p>(g) PUT AN "X" IN THE APPROPRIATE BOX TO DESCRIBE PERSON FILING NOTIFICATION</p> <p><input type="checkbox"/> Corporation      <input type="checkbox"/> Partnership      <input type="checkbox"/> Other <i>(Specify)</i></p>	
<p>(h) DATA FURNISHED BY</p> <p><input type="checkbox"/> calendar year      <input type="checkbox"/> fiscal year <i>(specify period)</i> _____ (month/year) to _____ (month/year)</p>	

THIS FORM IS REQUIRED BY LAW and must be filed separately by each person which, by reason of a merger, consolidation or acquisition, is subject to § 7A of the Clayton Act, 15 U.S.C. § 18a, as added by Section 201 of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, Pub. L. No. 94-435, 90 Stat. 1390, and rules promulgated thereunder (hereinafter referred to as "the rules" or by section number). The statute and rules are set forth in the *Federal Register* at 43 FR 33450; the rules may also be found at 16 CFR Parts 801-03. Failure to file this **Notification and Report Form**, and to observe the required waiting period before consummating the acquisition in accordance with the applicable provisions of 15 U.S.C. § 18a and the rules, subjects any "person" as defined in the rules, or any individuals responsible for noncompliance, to liability for a penalty of not more than \$11,000 for each day during which such person is in violation of 15 U.S.C. § 18a.

All information and documentary material filed in or with this Form is confidential. It is exempt from disclosure under the Freedom of Information Act, and may be made public only in an administrative or judicial proceeding, or disclosed to Congress or to a duly authorized committee or subcommittee of Congress.

Complete and return *two* notarized copies (with *one* set of documentary attachments) of this **Notification and Report Form** to Premerger Notification Office, Bureau of Competition, Room 303, Federal Trade Commission, Washington, DC 20580, and *three* notarized copies (with *one* set of documentary attachments) to Director of Operations, Antitrust Division, Room 3218, Department of Justice, Washington, DC 20530. The central office for information and assistance with respect to matters in connection with this **Notification and Report Form** is Room 303, Federal Trade Commission, Washington, DC 20580, phone (202) 326-3100.

DISCLOSURE NOTICE - Public reporting burden for this report is estimated to vary from 8 to 160 hours per response, with an average of 39 hours per response, including time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding the burden estimate or any other aspect of this report, including

suggestions for reducing this burden to:

Premerger Notification Office  
H-303  
Federal Trade Commission  
Budget  
Washington, DC 20580

Office of Information and  
Regulatory Affairs  
Office of Management and  
Budget  
Washington, DC 20503



NAME OF PERSON FILING NOTIFICATION

DATE

2(b)(i) ASSETS TO BE ACQUIRED (to be completed only for assets acquisitions)

2(b)(ii) ASSETS HELD BY ACQUIRING PERSON

2(c) VOTING SECURITIES TO BE ACQUIRED

(c)(i) LIST AND DESCRIPTION OF VOTING SECURITIES AND LIST OF NON-VOTING SECURITIES:

(c)(ii) TOTAL NUMBER OF SHARES OF EACH CLASS OF SECURITY:

(c)(iii) TOTAL NUMBER OF SHARES OF EACH CLASS OF SECURITY BEING ACQUIRED:

(Item 2(c) continued on page 4)

NAME OF PERSON FILING NOTIFICATION

DATE

(c)(iv) IDENTITY OF PERSONS ACQUIRING SECURITIES:

(c)(v) DOLLAR VALUE OF SECURITIES IN EACH CLASS BEING ACQUIRED:

(c)(vi) TOTAL NUMBER OF EACH CLASS OF SECURITIES HELD BY ACQUIRING PERSON AS A RESULT OF THE ACQUISITION:

(c)(vii) PERCENTAGE OF EACH CLASS OF SECURITIES HELD BY ACQUIRING PERSON AS A RESULT OF THE ACQUISITION:

(c)(viii) DOLLAR VALUE OF SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION:

(d) SUBMIT A COPY OF THE MOST RECENT VERSION OF CONTRACT OR AGREEMENT (or letter of intent to merge or acquire)

DO NOT ATTACH THIS DOCUMENT TO THIS PAGE

ATTACHMENT OR REFERENCE NUMBER OF CONTRACT OR AGREEMENT \_\_\_\_\_

NAME OF PERSON FILING NOTIFICATION

DATE

**ITEM 3**

ASSETS AND VOTING SECURITIES HELD AS A RESULT OF THE ACQUISITION

(a) PERCENTAGE OF ASSETS \_\_\_\_\_

(b) PERCENTAGE OF VOTING SECURITIES \_\_\_\_\_

(c) AGGREGATE TOTAL VALUE \_\_\_\_\_

**ITEM 4** PERSONS FILING NOTIFICATION MAY PROVIDE BELOW AN OPTIONAL INDEX OF DOCUMENTS REQUIRED TO BE SUBMITTED BY ITEM 4 (See Item by Item instructions). THESE DOCUMENTS SHOULD NOT BE ATTACHED TO THIS PAGE.

(a) DOCUMENTS FILED WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION ATTACHMENT OR REFERENCE NUMBER

(b) ANNUAL REPORTS, ANNUAL AUDIT REPORTS, AND REGULARLY PREPARED BALANCE SHEETS ATTACHMENT OR REFERENCE NUMBER

(c) STUDIES, SURVEYS, ANALYSES, AND REPORTS ATTACHMENT OR REFERENCE NUMBER

NAME OF PERSON FILING NOTIFICATION

DATE

**ITEM 5** (See the "References" listed in the General Instructions to the Form. Refer to the 1987 edition of the *Standard Industrial Classification Manual* for the 4-digit (SIC Code) industry codes. Refer to the Numerical List of Manufactured and Mineral Products, *1992 Census of Manufacturers and Census of Mineral Industries* (MC92-R-1) for the 5-digit product class and 7-digit product codes. Report revenues for the 5-digit and 7-digit codes using the codes in the columns labeled "Product code.")

5(a) DOLLAR REVENUES BY INDUSTRY

4-DIGIT  
INDUSTRY CODE

DESCRIPTION

1992 TOTAL  
DOLLAR REVENUES

NAME OF PERSON FILING NOTIFICATION

DATE

ITEM 5(b)(i) DOLLAR REVENUES BY  
MANUFACTURED PRODUCTS

7-DIGIT  
PRODUCT CODE

DESCRIPTION

1992 TOTAL  
DOLLAR REVENUES

NAME OF PERSON FILING NOTIFICATION	DATE
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ITEM 5(b)(ii) PRODUCTS ADDED OR DELETED

DESCRIPTION (7-DIGIT PRODUCT CODE)	ADD	DELETE	YEAR OF CHANGE	TOTAL DOLLAR REVENUES

ITEM 5(b)(iii) DOLLAR REVENUES BY MANUFACTURED PRODUCT CLASS

5-DIGIT PRODUCT CLASS CODE	DESCRIPTION	YEAR [ ] TOTAL DOLLAR REVENUES

(Item 5(b)(iii) continued on next page)



NAME OF PERSON FILING NOTIFICATION

DATE

ITEM 5(b)(iii) DOLLAR REVENUES BY MANUFACTURED PRODUCT CLASS -- CONTINUED

5-DIGIT PRODUCT CLASS CODE	DESCRIPTION	YEAR [     ] TOTAL DOLLAR REVENUES

ITEM 5(c) DOLLAR REVENUES BY NON-MANUFACTURING INDUSTRY

4-DIGIT INDUSTRY CODE	DESCRIPTION	YEAR [     ] TOTAL DOLLAR REVENUES

NAME OF PERSON FILING NOTIFICATION

DATE

5(d) COMPLETE ONLY IF ACQUISITION IS IN THE FORMATION OF A JOINT VENTURE OR OTHER CORPORATION

5(d)(i) NAME AND ADDRESS OF THE JOINT VENTURE OR OTHER CORPORATION

5(d)(ii)

(A) CONTRIBUTIONS THAT EACH PERSON FORMING THE JOINT VENTURE OR OTHER CORPORATION HAS AGREED TO MAKE

(B) DESCRIPTION OF ANY CONTRACTS OR AGREEMENTS

(C) DESCRIPTION OF ANY CREDIT GUARANTEES OR OBLIGATIONS

(D) DESCRIPTION OF CONSIDERATION WHICH EACH PERSON FORMING THE JOINT VENTURE OR OTHER CORPORATION WILL RECEIVE

5(d)(iii) DESCRIPTION OF THE BUSINESS IN WHICH THE JOINT VENTURE OR OTHER CORPORATION WILL ENGAGE

5(d)(iv) SOURCE OF DOLLAR REVENUES BY 4-DIGIT SIC CODE (non-manufacturing) AND BY 5-DIGIT PRODUCT CLASS (manufacturing)

NAME OF PERSON FILING NOTIFICATION

DATE

**ITEM 6**

6(a) ENTITIES WITHIN PERSON FILING NOTIFICATION

6(b) SHAREHOLDERS OF PERSON FILING NOTIFICATION

NAME OF PERSON FILING NOTIFICATION

DATE

6(c) HOLDINGS OF PERSON FILING NOTIFICATION

**ITEM 7** DOLLAR REVENUES

7(a) 4-DIGIT SIC CODE AND DESCRIPTION

7(b) NAME OF EACH PERSON WHICH ALSO DERIVED DOLLAR REVENUES

NAME OF PERSON FILING NOTIFICATION

DATE

7(c) GEOGRAPHIC MARKET INFORMATION

NAME OF PERSON FILING NOTIFICATION

DATE

**ITEM 8** VENDOR-VENDEE RELATIONSHIP

NO       YES (*If yes and you are the vendee, complete the following*)

PRODUCT PURCHASES

VENDOR

DOLLAR AMOUNT

**ITEM 9** PRIOR ACQUISITIONS (to be completed by acquiring person only)

NAME OF PERSON FILING NOTIFICATION	DATE
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**ITEM 10 IDENTIFICATION OF PERSON TO CONTACT REGARDING THIS REPORT**

10(a) NAME OF CONTACT PERSON	TITLE OF CONTACT PERSON
FIRM NAME AND BUSINESS ADDRESS	BUSINESS TELEPHONE NUMBER

10(b) IDENTIFICATION OF AN INDIVIDUAL LOCATED IN THE UNITED STATES DESIGNATED FOR THE LIMITED PURPOSE OF RECEIVING NOTICE OF ISSUANCE OF A REQUEST FOR ADDITIONAL INFORMATION OR DOCUMENTS. (See § 803.20(b)(iii))

NAME	TITLE
ADDRESS	BUSINESS TELEPHONE NUMBER

**CERTIFICATION**

This **NOTIFICATION AND REPORT FORM**, together with any and all appendices and attachments thereto, was prepared and assembled under my supervision in accordance with instructions issued by the Federal Trade Commission. Subject to the recognition that, where so indicated, reasonable estimates have been made because books and records do not provide the required data, the information is, to the best of my knowledge, true, correct, and complete in accordance with the statute and rules.

NAME (Please print or type)	TITLE
SIGNATURE	DATE

Subscribed and sworn to before me at the  
 City of \_\_\_\_\_, State of \_\_\_\_\_  
 this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_  
 Signature \_\_\_\_\_  
 My Commission expires \_\_\_\_\_

[SEAL]

NAME OF PERSON FILING NOTIFICATION	DATE
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**APPENDIX: INSURANCE**

**ITEM 1**

A PREMIUM RECEIPTS	YEAR [     ]
1. LIFE INSURANCE	AMOUNT
1a. ORDINARY LIFE INSURANCE	
1b. GROUP LIFE INSURANCE (including Federal Employees' Group Life Insurance and Servicemans' Group Life Insurance, but excluding credit life insurance)	
1c. INDUSTRIAL LIFE INSURANCE	
1d. CREDIT LIFE INSURANCE	
2. ANNUITY CONSIDERATIONS	
2a. INDIVIDUAL ANNUITY CONSIDERATIONS	
2b. GROUP ANNUITY CONSIDERATIONS	
3. HEALTH INSURANCE	
3a. INDIVIDUAL HEALTH INSURANCE	
3b. GROUP HEALTH INSURANCE	
<b>TOTAL</b>	

B. NEW BUSINESS	YEAR [     ]
	AMOUNT
1 ORDINARY LIFE INSURANCE	
2 GROUP LIFE INSURANCE	
3 INDUSTRIAL LIFE INSURANCE	
4 CREDIT LIFE INSURANCE	
<b>TOTAL</b>	

ITEM 2 PROPERTY LIABILITY INSURANCE	YEAR [     ]	
LINE OF INSURANCE	A. DIRECT PREMIUMS	B. NET PREMIUMS

**ITEM 3 TITLE INSURANCE**

A. NET DIRECT PREMIUMS WRITTEN	B. DIRECT PREMIUMS EARNED	YEAR [     ]