

Sheinberg, Samuel I.

From: [REDACTED]
Sent: Monday, May 17, 2021 12:14 PM
To: Walsh, Kathryn E.; Berg, Karen E.; Sheinberg, Samuel I.; Six, Anne; Musick, Vesselina
Subject: FW: Redacting Unrelated Content from 4(c) Documents

From: Whitehead, Nora <nwhitehead@ftc.gov>
Sent: Monday, May 17, 2021 12:14:27 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: [REDACTED]
Subject: RE: Redacting Unrelated Content from 4(c) Documents

Yes, you may redact under the circumstances described.

[REDACTED]

From: [REDACTED] >
Sent: Sunday, May 16, 2021 10:39:41 PM (UTC-05:00) Eastern Time (US & Canada)
To: [REDACTED]
Cc: [REDACTED]
Subject: Redacting Unrelated Content from 4(c) Documents

We hope this email finds staff well. We have a question regarding redacting content unrelated to a proposed transaction from otherwise responsive 4(c) documents. Based on current guidance in the PNO's [checklist](#), a party may "redact unrelated information from board minutes that are responsive to Item 4(c)[.]" Further, Informal interpretation [1908006](#) from August 19, 2019 states that "[m]aterial unrelated to a proposed transaction may be redacted from responsive Board minutes (the official approved recaps of business that occurred at a Board meeting) without a claim of privilege." Our question is whether this guidance extends to meeting minutes of Board Committees (as opposed to the full Board), such as a Mergers & Acquisitions committee. In other words, may a filing party redact information unrelated to the proposed transaction from the minutes of a Board Committee meeting, which are otherwise responsive to Item 4(c)?

We understand it is a bit last minute, but would greatly appreciate a response on Monday, if at all possible. We plan to file on Tuesday.

Thanks in advance.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]